



THE HANOVER COMPANY

June 22, 2012

Mr. Walter Alcorn  
Planning Commission Tysons Committee  
12000 Government Center Parkway, Suite 330  
Fairfax, Virginia 22035

**RE: Follow-on Motion 1 Strawman Document**

Dear Commissioner Alcorn,

I submit this letter on behalf of The Hanover Company ("Hanover"), contract purchaser of the Block E of the master assemblage referred to as Arbor Row, a parcel of land along Westpark Drive owned by Cityline Partners, LLC that is currently in the rezoning process with Fairfax County. Hanover's plans for Block E, as specified in our recently submitted Final Development Plan, include a 440-unit luxury high-rise with top-of-the-market design and finishes, along with ground floor retail and resort-caliber amenities. We at Hanover are excited about Block E, and we look forward to delivering a first-class residential building to Tysons Corner as quickly as possible.

As we navigate the rezoning process in Fairfax County alongside Cityline, we remain keenly aware of development and transportation issues facing Tysons Corner and Fairfax County. We appreciate the opportunity to participate in the ongoing public discussion regarding the Board of Supervisors Follow-on Motions to the Tysons Corner Comprehensive Plan. Please allow this letter to serve as Hanover's written feedback on "Strawman Document for Public Review and Comment – June 13, 2012 – Planning Commission Tysons Committee Recommendations to the Board on Certain Tysons-related Activities – Follow-on Motion 1."

The Strawman includes 22 recommendations regarding Follow-on Motion 1, and while Hanover supports most of those recommendations, we would like to offer specific feedback on Recommendation 17 (Tysons-wide Road Improvements). The Planning Commission Tysons Committee ("PCTC") recommends that the funding within the landowner/developer share be allocated in the following manner: "Half of the funding (\$253,000,000 in 2012 dollars) should be generated by a Tysons-wide tax district." Hanover strongly supports this PCTC recommendation because the fifty-fifty split recognizes that (a) the Tysons-wide road improvements will benefit *all* current and future residents and landowners who live, work, play, and shop in Tysons Corner; and (b) landowners and developers already will be paying for substantially more of the Comprehensive Plan's transportation infrastructure requirements under the PCTC's proposed recommendation (e.g., through pro-rata shares of "In-Kind Construction" of the new urban grid of streets, through contributions to the Tysons Road Club, and through similar proffer-like payments). The PCTC Recommendation 17 regarding Tysons-wide road improvements is fair. It should be implemented as recommended.

5847 SAN FELIPE, SUITE 3600  
HOUSTON, TEXAS 77057  
MAIN 713.267.2100  
FAX 713.267.2149  
WWW.HANOVERCO.COM

Thank you for the opportunity to provide input on the PCTC recommendations. Hanover looks forward to continuing the dialogue with PCTC and County staff on these and other matters. Please feel free to contact me directly if you have any questions or comments.

Regards,

The Hanover Company

A handwritten signature in black ink, appearing to read "Adam S. Harbin", with a stylized flourish at the end.

Adam S. Harbin  
Acquisitions & Development Partner